

EXHIBIT 3

From: ralls@earth.com

Date: August 27, 2021 at 4:03 PM

To: "'Vernon Decossas'" <bdecossas@dnc.io>

CC: "'Greg Faia'" <ggfnow@gmail.com>

Subject: PlantSnap/Snapchat partnership update and Closing the Earth deal

To further clarify...the holding company, Digital Earth Media, Inc., is a NEW corporation that I created because there was no need to have a holding company until I decided to built EarthSnap. Without EarthSnap in the picture, Earth.com, Inc would be the only entity involved in this partnership, because it owns both the domain and the website.

Eric

From: ralls@earth.com <ralls@earth.com>

Sent: Friday, August 27, 2021 1:59 PM

To: 'Vernon Decossas' <bdecossas@dnc.io>

Cc: 'Greg Faia' <ggfnow@gmail.com>

Subject: RE: PlantSnap/Snapchat partnership update and Closing the Earth deal

Hi Butch!

Yes, Digital Earth Media, Inc. is the holding company that owns Earth.com, Inc. (website and domain name) and EarthSnap, Inc. Since it's a holding company, it doesn't need a bank account, because it will never be collecting money until the company is sold. If you want/think that the holding company should have the only bank account and handle all financial transactions, that's fine, but I thought it would be better to keep the website and domain (Earth.com, Inc.) operations separate from EarthSnap operations. Keeping separate financials and bank accounts will make it easier if another company wants to buy just one of the assets.

For instance, when EarthSnap partners with Snapchat, Snapchat may want to buy EarthSnap because it makes perfect sense for their business model. Owning a website or domain name wouldn't be a good fit for them, but owning EarthSnap would be a perfect fit and make great sense for them.

Thoughts on that? Did I answer all of your questions with that above response? You will be investing in the holding company, Digital Earth Media, Inc., which is how the agreement reads that I sent in a separate email.

I haven't seen the news in a couple of days...you have a hurricane headed to Tampa? I'll go look. Are you going to ride it out or leave town? Either way, be safe!!

Eric

From: Vernon Decossas <bdecossas@dnc.io>
Sent: Friday, August 27, 2021 1:47 PM
To: ralls@earth.com
Cc: Greg Faia <ggfnow@gmail.com>
Subject: Re: PlantSnap/Snapchat partnership update and Closing the Earth deal

Quick questions -

1) I probably misunderstood but I thought there was a holding company that owned multiple companies, and we would be investing in the holding company?

2) our main concern for investment is either the holding company or operating companies have legal title to the domain names since that is how we came up with valuation. I thought you had said that you purchased Earth.com years ago. If the companies were formed a few months ago, do you have legal documents and/or board minutes that transfer Earth.com to the companies?

I'm still going through the documents but may not finish until AM. I will send you questions as I review, if any.

In addition, it looks like Greg is going to be directly hit by a Cat 3 or 4 Hurricane Ida Sunday evening. In the event this causes delays in review and turnover, you and I can figure out some pre-closing funding so we don't disrupt plans and progress.

Butch

Sent from my iPhone

From: ralls@earth.com
Date: August 27, 2021 at 3:59 PM
To: "Vernon Decossas" <bdecossas@dnc.io>
CC: "Greg Faia" <ggfnow@gmail.com>
Subject: PlantSnap/Snapchat partnership update and Closing the Earth deal

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From: Vernon Decossas <bdecossas@dnc.io>
Sent: Friday, August 27, 2021 1:47 PM
To: ralls@earth.com
Cc: Greg Faia <ggfnow@gmail.com>
Subject: Re: PlantSnap/Snapchat partnership update and Closing the Earth deal

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Butch

Sent from my iPhone

From: Vernon Decossas <bdecossas@dnc.io>
Date: August 27, 2021 at 3:46 PM
To: ralls@earth.com
CC: Greg Faia <ggfnow@gmail.com>
Subject: PlantSnap/Snapchat partnership update and Closing the Earth deal

Quick questions -

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Butch

Sent from my iPhone

From: ralls@earth.com

Date: August 27, 2021 at 12:29 PM

To: "Vernon Decossas" <bdecossas@dnc.io>

CC: "Greg Faia" <ggfnow@gmail.com>

Subject: PlantSnap/Snapchat partnership update and Closing the Earth deal

Hey guys,

Part 1:

- 1) Attached you will find the articles of incorporation for each company;
- 2) Attached you will find Certificates of Good Standing for each company;
- 3) No tax returns or income statements or balance sheets available for EarthSnap, Inc. and Digital Earth Media, Inc. because those companies were only formed 2 months ago; Earth.com, Inc. has a deferment and I'm currently working on the 2020 returns with my accounting firm
- 4) Currently, only Earth.com, Inc. has a bank account, but I plan to open a bank account for EarthSnap, Inc. when our deal is completed;
- 5) Contract for development of EarthSnap by Quantiphi and AWS is attached. We had our kickoff call on Wednesday and work has already begun, which is why I'm really hoping we can get our deal closed early next week

Part 2:

- 1) None of these companies have any employees yet...all contract labor for now;
- 2) Accounting is done by my dad's accounting firm in Tyler, TX (Barrett & Thomas, P.C.), they have done my accounting for every company for the past 25 years -- <https://barrett-thomascpa.com/>
- 3) For ad sales, we work with MonetizeMore for our prebid wrapper management and direct sales ad campaign trafficking (see attached agreement). MonetizeMore (<https://www.monetizemore.com/>) is a Certified Google Publishing Partner and uses the Earth.com Google Ad Manager account to manage and traffic all ad inventory. In addition, we are signing a deal with Avantis for our video ads and we will be using their video platform to play our library of 12,500 videos next week.
- 4) I would love to work with your tech team and also your legal team for any outside partnerships we form in the future, that would be fantastic!

I'll send the draft agreement in a separate email to keep that discussion in a separate thread. Did I leave anything out from your below requests?

Thanks very much to you both!

Eric

From: Eric Ralls <ralls@earth.com>

Sent: Friday, August 27, 2021 9:05 AM

To: Vernon Decossas <bdecossas@dnc.io>

Cc: Greg Faia <ggfnow@gmail.com>

Subject: Re: PlantSnap/Snapchat partnership update and Closing the Earth deal

Hey guys,

I'm on a hike right now, will get these back to you in about 2 hours.

Currently, I am the sole owner of each company. I own 100% of Earth.com (Nevada s-Corp), EarthSnap, Inc and Digital Earth Media, Inc.)Delaware c-corporations). I am currently holding every officer position in each company.

You will be the only shareholder other than me. Stay tuned for the other answers when I get to the office.

Eric